

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	Case No. 18-23538 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	
	:	
Plaintiffs,	:	
	:	Adversary Proceeding
v.	:	
	:	Case No. 19-08250 (RDD)
Edward Scott Lampert, <i>et al.</i> ,	:	
	:	
Defendants.	:	
	:	
-----X	:	

**NOTICE OF DEFENDANTS' JOINT MOTION TO DISMISS  
COUNTS 12 AND 15-22 OF THE FIRST AMENDED COMPLAINT**

**PLEASE TAKE NOTICE** that upon the accompanying Joint Memorandum of Law in Support of Defendants' Motion to Dismiss Counts 12 and 15-22 of the First Amended Complaint (the "Motion"), the Declaration of Noah A. Levine in Support of the ESL Defendants' Motion to Dismiss Regarding the First Amended Complaint and Defendants' Joint Motion to Dismiss Counts 12 and 15-22 of the First Amended Complaint and accompanying exhibits, the pleadings and papers on file in this action, and any further submissions as may be presented prior to, and at, the hearing on this Motion, Defendants Edward S. Lampert, ESL Investments, Inc., RBS Partners LP, SPE Master I LP, ESL Partners LP, SPE I Partners LP, RBS Investment Management LLC, ESL Institutional Partners LP, ESL Investors LLC, JPP LLC, JPP II LLC, Bruce Berkowitz, Fairholme Funds, Inc., Fairholme Capital Management, LLC, Cesar L. Alvarez, Paul G. DePodesta, Kunal Kamlani, William C. Kunkler III, Steven Mnuchin, Thomas J. Tisch, Ann N. Reese, Robert

Schriesheim, Robert Riecker, Scott Huckins, Seritage Growth Properties, Seritage Growth Properties, LP, Seritage KMT Mezzanine Finance LLC, Seritage SRC Mezzanine Finance LLC, Seritage KMT Finance LLC, Seritage SRC Finance LLC, Seritage GS Holdings LLC, Seritage SPS Holdings LLC, and Seritage MS Holdings LLC, by their undersigned counsel, will move before the Honorable Robert D. Drain, United States Bankruptcy Judge for the Southern District of New York, in the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, at such time that the parties agree and the Court approves, for an Order dismissing Counts 12 and 15-22 of the First Amended Complaint filed in the above-referenced adversary proceeding.

Dated: February 21, 2020

Respectfully submitted,

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